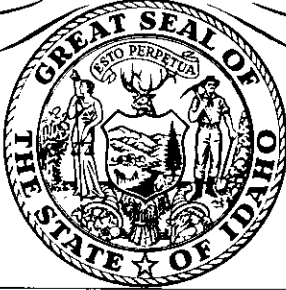


# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

**THE L AND P FOOD STORE, INC.**

was filed in the office of the Secretary of State on the **Ninth** day of **May**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **119** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

**Heyburn**

in the County of

**Minidoka**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **9th** day of **May**, A.D., 1962 .

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
THE L AND P FOOD STORE, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are natural persons of full age and citizens of the United States of America, and residents of the State of Idaho, do now this day voluntarily associate ourselves and do by these Articles of Incorporation unite ourselves for the purpose of forming a general business corporation under the Constitution and Laws of the State of Idaho, and we do hereby certify as follows:

ARTICLE I

That the name of the corporation is " THE L AND P FOOD STORE, INC.".

ARTICLE II

That the nature of the business of the corporation and the objects and purposes to be transacted, promoted or carried on by it are as follows, to wit:

1. To buy, sell, barter, exchange and deal generally in all classes and types of goods, wares and merchandise and articles of trade.

2. To buy, sell, job or otherwise deal in, either at wholesale or retail, meat, meat products, canned goods, sea food, fish, dairy products and edible foods and food products of every nature and description; and in general to maintain, operate and conduct a meat and grocery business.

3. To buy, sell, own, raise, kill, slaughter, cure, treat and otherwise handle and dispose of at wholesale or retail, livestock, poultry and fish.

4. To manufacture ice and ice-cream for sale, to carry on the business of cold storage and freezing of perishable merchandise, fruit, produce, vegetables, meat and fish; to maintain and operate a cold storage warehouse and to provide cold or other storage lockers and rooms for the caring, storing and freezing of perishable and other goods and merchandise.

5. To buy, sell, job and otherwise deal in seeds, plants, shrubbery, garden supplies and miscellaneous sundries.

6. To lease, acquire, own, possess and enjoy so much real and personal property as may be necessary for the transaction of the business of such corporation.

7. To borrow money, issue bonds, debentures, notes and other obligations of the corporation from time to time, for any of the objects of the corporation, and to mortgage, pledge, hypothecate and/or convey in trust any or all of its property to secure payment thereof.

8. To enter into and perform contracts and agreements of every kind for any lawful purpose with any person, firm, corporation, municipality or government, or any subdivision or department thereof.

9. To do all acts permitted by applicable laws of the State of Idaho, which are necessary and convenient to carry into effect the purpose for which such corporation is formed.

The several clauses contained in this statement of powers and purposes shall be construed as both powers and purposes as well as objects, and the statements contained shall be in nowise limited or restricted by reference to, or inference from the terms of any other clause, but shall be regarded as independent purposes and powers; and no recitation or declaration of specific or special

powers or purposes herein enumerated shall be deemed to be exclusive, and it is hereby expressly declared that all other lawful powers not inconsistent herewith are included.

#### ARTICLE III

That the duration of this corporation shall be perpetual.

#### ARTICLE IV

That the location of the principal office of the corporation shall be at Heyburn, County of Minidoka, State of Idaho.

#### ARTICLE V

That this corporation shall have capital stock in the amount of Twenty-five Thousand (\$25,000.00) Dollars, divided into Five Hundred Shares of Common Stock of Fifty (\$50.00) Dollars each. Shares of stock in this corporation shall not be transferred or sold until said sale shall have been approved by the Board of Directors and the by-laws of the corporation shall provide the method of such approval. Stock of this corporation, after the amount of the subscription price thereof or par value has been paid in, shall not be subject to assessment and no paid up stock and no stock issued as fully paid shall ever be assessable or assessed.

The voting power of said stock shall be one vote for each share.

#### ARTICLE VI

The names and addresses of each of the incorporators and number of shares of stock subscribed by each are as follows:

Name	Address	No. of Shares
Paul C. Malone	Jerome, Idaho	50
LaDene Malone	Jerome, Idaho	50
R. B. Lowe	Jerome, Idaho	50
lynda Lowe	Jerome, Idaho	50

ARTICLE VII

The number, qualifications, terms of office, manner of elections, and powers and duties of directors shall be fixed, and may be changed from time to time, as may be provided in the by-laws. The herein named incorporators shall act as directors until their successors are elected and qualify.

ARTICLE VIII

By-laws shall be adopted by the assent of a majority of the directors and may thereafter be repealed, amended, or new ones adopted, by the directors, by a two-thirds vote thereof.

ARTICLE IX

Private property of the stockholders shall not be subject to or liable for payment of the corporation's debts, to any extent whatever.

IN WITNESS WHEREOF, the said Parties hereinbefore named have hereunto subscribed their names to these Articles on the 30<sup>th</sup> day of April, 1962.

E. L. Malone

L. L. Malone

R. B. Lowe

Spencer Jones

STATE OF IDAHO        }  
COUNTY OF JEROME    } ss

On this 30<sup>th</sup> day of April, 1962, before me, the undersigned, a Notary Public in and for said State and County, personally appeared Paul C. Malone, LaDene Malone, and R.B. Lowe and Lynda Lowe, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

In Witness Whereof, I have hereunto set my hand and seal the day and year in this certificate first above written.

R. C. Shaud  
Notary Public